

L16000200321

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

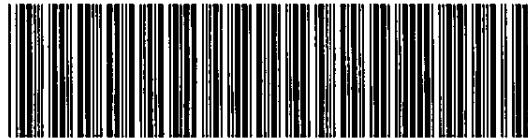
(Document Number)

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01/31/17--01028--013 \*\*25.00

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17 JAN 20 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

Margot

JAN 23 2017

D CUSHING

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** BEACH PATH PUBLISHING, LLC

\_\_\_\_\_  
Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

\_\_\_\_\_  
Contact Person

LYNCHARD, GREENE, & SEELY, P.L.

\_\_\_\_\_  
Firm/Company

1901 ANDORRA STREET

\_\_\_\_\_  
Address

NAVARRE, FLORIDA 32566

\_\_\_\_\_  
City, State and Zip Code

eservice@lynchard-greene.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

- LONNIE HAWKINS

- at ( 850 )

936-9385

- \_\_\_\_\_  
Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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17 JAN 20 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

CR2E080 (2/14)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 6, 2017

LYNCHARD, GREENE & SEELY, P.L.  
1901 ANDORRA STREET  
NAVARRE, FL 32566

SUBJECT: BEACH PATH PUBLISHING, LLC  
Ref. Number: L16000200321

We have received your document for BEACH PATH PUBLISHING, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The total fee due to file this merger is \$50.00. We will need an additional \$25.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing  
Senior Section Administrator

Letter Number: 217A00000385

RECEIVED  
JAN 17 4 20 PM 3:00  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

**Articles of Merger  
For  
Florida Limited Liability Company**

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

**FIRST:** The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
BEACH PATH PUBLISHING, LLC	ILLINOIS	LLC
BEACH PATH PUBLISHING, LLC	FLORIDA	LLC - L16-200321

**SECOND:** The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
BEACH PATH PUBLISHING, LLC	FLORIDA	LLC

**THIRD:** The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss.605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s.605.1023(16).

FILED  
JAN 20 AM 11:47  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**FOURTH:** Please check one of the boxes that apply to surviving entity: (if applicable)

- ☒ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☐ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:
- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_

**FIFTH:** This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

**SIXTH:** If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

\_\_\_\_\_

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**SEVENTH:** Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
BEACH PATH PUBLISHING, LLC (FL)	<i>Misty Fanderclai</i>	Misty Fanderclai
BEACH PATH PUBLISHING, LLC (FL)	<i>Mark Fanderclai</i>	Mark Fanderclai
BEACH PATH PUBLISHING, LLC (IL)	<i>Misty Fanderclai</i>	Misty Fanderclai

**Corporations:**

Chairman, Vice Chairman, President or Officer  
(If no directors selected, signature of incorporator.)

**General partnerships:**

Signature of a general partner or authorized person

**Florida Limited Partnerships:**

Signatures of all general partners

**Non-Florida Limited Partnerships:**

Signature of a general partner

**Limited Liability Companies:**

Signature of an authorized person

<b>Fees:</b> For each Limited Liability Company:	\$25.00	For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50	For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00	<b>Certified Copy (optional):</b>	\$30.00

**BEACH PATH PUBLISHING, LLC, an Illinois Limited Liability Company**

**MEMBERS' RESOLUTION AUTHORIZING MERGER**

The sole Manager/Member, Misty Fanderclai (the "Member") joined by her husband, Mark Fanderclai, of Beach Path Publishing, LLC, a Illinois Limited Liability Company ("Beach Path Publishing (IL)"), were presented the attached proposed Merger Agreement, proposed Plan of Merger, proposed Articles of Merger of Beach Path Publishing (IL), and proposed Articles of Organization of Beach Path Publishing, LLC, a Florida Limited Liability Company ("Beach Path Publishing (FL)") (collectively referred to as the "MERGER"). After discussion and being unanimously passed, the following was adopted by the Members of Beach Path Publishing (IL):

**RESOLVED**, the Members of Beach Path Publishing (IL) unanimously approve MERGER and associated Plan of Merger under the terms attached hereto.

**FURTHER RESOLVED**, the Members of Beach Path Publishing (IL) waive any rights and notice period.

**FURTHER RESOLVED**, the Plan of Merger has been unanimously approved in a record by the Members, who will have interest holder liability for debts, obligations, and other liabilities that arise after the merger becomes effective.

**FURTHER RESOLVED**, both Members of Beach Path Publishing (IL) are authorized to prepare and execute all documents necessary to execute the Plan of Merger.

Executed on 12-23, 2016.

Misty Fanderclai  
By: Misty Fanderclai, Managing Member

Witnesses:

Paige Herrington  
Print Name Paige Herrington

Kathy Hogue  
Print Name Kathy Hogue

**BEACH PATH PUBLISHING, LLC, a Florida Limited Liability Company**

**MEMBERS' RESOLUTION AUTHORIZING MERGER**

The Members, Misty Fanderclai and Mark Fanderclai (the "Members"), of Beach Path Publishing, LLC, a Florida Limited Liability Company ("Beach Path Publishing (FL)"), were presented the attached proposed Merger Agreement, proposed Plan of Merger, proposed Articles of Merger of Beach Path Publishing (IL), and proposed Articles of Organization of Beach Path Publishing, LLC, a Florida Limited Liability Company ("Beach Path Publishing (FL)") (collectively referred to as the "MERGER"). After discussion and being unanimously passed, the following was adopted by the Members of Beach Path Publishing (FL):

**RESOLVED**, the Members of Beach Path Publishing (FL) unanimously approve the MERGER and associated Plan of Merger under the terms attached hereto.

**FURTHER RESOLVED**, the Members of Beach Path Publishing (FL) waive any rights and notice period, specifically §605.1023(4), *Florida Statutes*.

**FURTHER RESOLVED**, the Plan of Merger has been unanimously approved in a record by the Members, who will have interest holder liability for debts, obligations, and other liabilities that arise after the merger becomes effective.

**FURTHER RESOLVED**, both Members of Beach Path Publishing (FL) are authorized to prepare and execute all documents necessary to execute the Plan of Merger.

Executed on 12-23, 2016.

Misty Fanderclai  
By: Misty Fanderclai, Managing Member

Witnesses:

Paige Herrington  
Print Name Paige Herrington

Kathy Hogue  
Print Name Kathy Hogue

Mark Fanderclai  
By: Mark Fanderclai, Member

Witnesses:

Paige Herrington  
Print Name Paige Herrington

Kathy Hogue  
Print Name Kathy Hogue

IN WITNESS WHEREOF, the Parties have executed this Agreement as of the date first written above.

ATTEST:

By: Misty Fanderclai  
Beach Path Publishing, LLC,  
a Florida limited liability company  
By: Misty Fanderclai  
Managing Member

By: Mark Fanderclai  
Beach Path Publishing, LLC,  
a Florida limited liability company  
By: Mark Fanderclai  
Authorized Member

ATTEST:

By: Misty Fanderclai  
Beach Path Publishing, LLC,  
an Illinois limited liability company  
By: Misty Fanderclai  
Managing Member